

# EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., et al., <sup>1</sup>	)	Case No. 01-01139 (KJC)
	)	(Jointly Administered)
Reorganized Debtors.	)	
	)	

**SUMMARY APPLICATION OF VENABLE LLP FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY  
COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM  
PERIOD FROM JULY 1, 2010 THROUGH JULY 31, 2010**

Name of Applicant:	<u>Venable LLP ("Venable")</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace &amp; Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>Retention Order entered June 24, 2009, effective as of May 22, 2009</u>
Period for which compensation and reimbursement is sought:	<u>July 1, 2010 through July 31, 2010</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$5,870.50</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$23.16</u>
This is a <u>x</u> monthly ___ interim ___ final application.	

<sup>1</sup> The Reorganized Debtors comprise the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. Conn., Darex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation.

This is Venable's monthly application for interim compensation of services for the interim fee period July 1, 2010 through July 31, 2010 (the "Fee Period").

The following applications were filed in the Chapter 11 cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
November 5, 2009	11/1/2008-6/30/2009	\$709,294.00	\$6,405.06	\$706,595.00	\$6,405.06
November 5, 2009	7/1/2009-7/31/2009	\$50,849.50	\$75,008.99	Interim approval <sup>2</sup>	Interim approval
November 24, 2009	8/1/2009-8/31/2009	\$134,090.00	\$102,335.48	Interim approval	Interim approval
November 24, 2009	9/1/2009-9/30/2009	\$306,602.00	\$118,095.92	Interim approval	Interim approval
November 24, 2009	July-September 2009	\$491,541.50	\$295,440.39	\$491,292.50	\$295,440.39
February 26, 2010	10/1/2009-10/31/2009	\$479,238.00	\$266,326.39	Interim approval <sup>3</sup>	Interim approval
April 16, 2010	11/1/2009-11/30/2009	\$398,519.00	\$163,488.22	Interim approval	Interim approval
April 30, 2010	12/1/2009-12/31/2009	\$305,242.96	\$108,454.93	Interim approval	Interim approval
May 3, 2010	October-December 2009	\$1,182,999.96	\$538,269.54	\$1,179,018.46	\$538,269.54
May 19, 2010	1/1/2010-1/31/2010	\$271,084.25	\$97,840.12	Interim approval <sup>4</sup>	Interim approval
May 19, 2010	2/1/2010-2/28/2010	\$157,136.50	\$17,784.35	Interim approval	Interim approval
May 19, 2010	3/1/2010-3/31/2010	\$7,968.00	\$640.70	Interim approval	Interim approval
May 19, 2010	January-March 2010	\$436,188.75	\$116,265.17	\$436,188.75	\$116,265.17
August 18, 2011	4/1/2010-4/30/2010	\$2,500.00	\$162.02	Interim approval	Interim approval <sup>5</sup>

<sup>2</sup> The fees and expenses requested in the July through September 2009 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on March 19, 2010.

<sup>3</sup> The fees and expenses requested in the October through December 2009 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on June 7, 2010.

<sup>4</sup> The fees and expenses requested in the January through March 2010 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on September 13, 2010.

<sup>5</sup> The fees and expenses requested in the April and May 2011 interim monthly application were approved on an interim basis pursuant to the order entered by this Court on September 20, 2011.

August 18, 2011	5/1/2010-5/31/2010	\$9,000.00	\$3.50	Interim approval	Interim approval
August 18, 2011	April-June 2010	\$11,500.00	\$165.52	\$11,500.00	\$165.52

The Venable attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant and Year Admitted		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Harry I. Atlas	Partner	1997	Business	\$475.00	.3	\$142.50
Jeffrey P. Ayres	Partner	1977	Litigation	\$525.00	.2	\$105.00
Laura S. Bouyea	Associate	2003	Business	\$285.00	.2	\$57.00
Jessica H. Braun	Associate	2008	Business	\$265.00	1.8	\$477.00
Elizabeth R. Hughes	Partner	1981	Business	\$580.00	6.7	\$3,886.00
Thora A. Johnson	Partner	1996	Business	\$525.00	.8	\$420.00
Monica E. Klein	Associate	2004	Business	\$320.00	3.2	\$1,024.00
Colleen M. Mallon	Partner	1999	Litigation	\$415.00	.2	\$83.00
Heather L. Mitchell	Associate	2002	Litigation	\$435.00	.4	\$174.00
John A. Wilhelm	Partner	1987	Business	\$545.00	2.0	\$1,090.00
<b>Total for all attorneys</b>						<b>\$7,458.50</b>
<b>(Less write-off)</b>						<b>(\$1,588.00)</b>
<b>Total</b>						<b>\$5,870.50</b>

**Grand Total for Fees (before write-off)**      **\$7,458.50**  
**Grand Total for Fees (after write-off)**      **\$5,870.50**  
**Blended Rate (after write-off)**      **\$371.55**

#### Compensation by Matter

Matter Description	Total Billed Hours	Total Fees Requested
Advice Concerning Corporate and Securities Matters (including Confidential Matters)	11.7	\$5,387.00
Advice in Connection with Preparation of Fee Applications	.2	\$57.00

Advice in Connection with the Global Printing Litigation	.2	\$83.00
Advice Concerning Labor and Employment Matters	3.7	\$1,931.50
<b>Total</b>		<b>\$7,458.50</b>
<b>(Less write-off)</b>		<b>(\$1,588.00)</b>
<b>Total</b>		<b>\$5,870.50</b>

### Expense Summary

<b>Service Description</b>	<b>Amount</b>
Commercial Messenger	\$22.50
Long Distance Telephone	\$0.66
<b>Total of Expenses</b>	<b>\$23.16</b>

**WHEREFORE**, Venable respectfully requests (a) that the fees and expenses herein be authorized and approved as administrative expenses of the Debtors' estates as requested in the Interim Application for Compensation for Services and Reimbursement of Expenses as Special Counsel to W.R. Grace & Co., et al., for the Thirty-Eighth through Fiftieth Quarters from July 1, 2010 through September 30, 2013, filed simultaneously herewith; and (b) that this Court grant such other relief as is equitable and just.

Wilmington, Delaware  
Dated: May 1, 2014

Respectfully submitted,

VENABLE LLP

/s/ Darek S. Bushnaq

Darek S. Bushnaq  
750 E. Pratt Street, Suite 900  
Baltimore, Maryland 21202  
(410) 244-7400

Special Counsel for the Debtors and Debtors in Possession

**Monthly Statement of Venable LLP Fee**  
**Detail July 1, 2010 through July 31, 2010**

**Advice Concerning Corporate and Securities Matters (including Confidential Matters)**

TKPR	DATE	HRS	RATE	AMT	NARRATIVE
HUGHES, ELIZABETH R.	7/26/2010	0.90	580.00	522.00	TELEPHONE CONFERENCE
BRAUN, JESSICA H.	7/27/2010	1.40	265.00	371.00	RESEARCH REGARDING
HUGHES, ELIZABETH R.	7/27/2010	0.30	580.00	174.00	TELEPHONE CONFERENCE
HUGHES, ELIZABETH R.	7/27/2010	0.20	580.00	116.00	CONFERENCE
HUGHES, ELIZABETH R.	7/28/2010	2.00	580.00	0.00	REVIEW MATERIALS REGARDING
HUGHES, ELIZABETH R.	7/28/2010	0.80	580.00	464.00	REVIEW AND REVISE
HUGHES, ELIZABETH R.	7/28/2010	0.20	580.00	116.00	EMAILS TO
HUGHES, ELIZABETH R.	7/28/2010	0.10	580.00	58.00	TELEPHONE CONFERENCE WITH
KLEIN, MONICA E.	7/28/2010	2.30	320.00	736.00	RESEARCH REGARDING
BRAUN, JESSICA H.	7/29/2010	0.40	265.00	106.00	RESEARCHING
HUGHES, ELIZABETH R.	7/29/2010	2.00	580.00	1,160.00	REVIEW
HUGHES, ELIZABETH R.	7/29/2010	0.20	580.00	116.00	EMAILS TO AND FROM
KLEIN, MONICA E.	7/29/2010	0.90	320.00	0.00	RESEARCH REGARDING
				<b>3,939.00</b>	

**Advice Concerning Labor and Employment Matters**

TKPR	DATE	HRS	RATE	AMT	NARRATIVE
MITCHELL, HEATHER L.	7/2/2010	0.10	435.00	43.50	CALL TO J. FORGACH RE: PAYMENT FROM G. DEMORY
MITCHELL, HEATHER L.	7/6/2010	0.10	435.00	43.50	CALL TO J. FORGACH RE: G. DEMORY
MITCHELL, HEATHER L.	7/8/2010	0.20	435.00	87.00	CALL TO J. FORGACH; CALL TO P. EVELIUS
AYRES, JEFFREY P.	7/15/2010	0.20	525.00	105.00	TELEPHONE CALL FROM J. FORGACH RE OWBPA ISSUE
ATLAS, HARRY I.	7/19/2010	0.30	475.00	142.50	TELEPHONE CALL WITH J. FORGACH RE: FLEXIBLE SPENDING ACCOUNT REIMBURSEMENT ISSUE; DISCUSS SAME WITH T. JOHNSON
JOHNSON, THORA A.	7/19/2010	0.30	525.00	157.50	RESEARCH AND TELEPHONE CONFERENCE WITH JOHN FORGACH RE: "USE-IT-OR-LOSE IT" RULE AND DEPENDENT CARE FSA
JOHNSON, THORA A.	7/20/2010	0.50	525.00	262.50	REVIEW OF 'USE-IT-OR-LOSE-IT' RULE AND DEPENDENT CARE FSA; TELEPHONE CALL WITH J. FORGACH RE: THE SAME
WILHELM, JOHN A.	7/30/2010	0.20	545.00	109.00	DISCUSS WITH J. FORGACH AMENDMENT TO SPLIT DOLLAR PLAN TO DEFER ROLLOUT
WILHELM, JOHN A.	7/31/2010	1.80	545.00	981.00	RESEARCH REGARDING IMPACT ON SPLIT-DOLLAR PLAN OF AMENDMENT TO DELAY ROLLOUT
				<b>1,931.50</b>	

**Advice in Connection with Preparation of Fee Application**

TKPR	DATE	HRS	RATE	AMT	NARRATIVE
BOUYEA, LAURA S.	7/6/2010	0.20	0.00	0.00	CORRESPONDENCE WITH D. BUSHNAQ RE: APRIL AND MAY FEE APPLICATIONS
				<b>0.00</b>	

Advice in Connection with Global Printing and Design Solutions Litigation

TKPR	DATE	HRS	RATE	AMT	NARRATIVE
MALLON, COLLEEN M.	7/12/2010	0.20	0.00	0.00	DRAFT COVER LETTER TO M. SHERMAN RE: FINAL PAYMENT
				0.00	
				5,870.50	

\* In the interest of billing judgment, \$1,588.00 was written off for the period July 1, 2010 through July 31, 2010. These fees reflect these reductions. Therefore, the fees cannot be replicated by multiplying the hours billed by the billing rate.

**Monthly Statement of Venable LLP Expense Detail**  
**July 1, 2010 through July 31, 2010**

7/28/2010	LONG DISTANCE TELEPHONE	0.55	LONG DISTANCE CALL MADE BY HUGHES, ELIZABETH R.
7/28/2010	LONG DISTANCE TELEPHONE	0.11	LONG DISTANCE CALL MADE BY HUGHES, ELIZABETH R.
		<b>0.66</b>	
7/30/2010	COMMERCIAL MESSENGER / DELIVERY SERVICES	22.50	DELUXE TICKET NO. W0515469 - FR: USTAX COURT 400 2ND STREET, WASHINGTON DC - GEORGE
		<b>22.50</b>	
7/7/2010	COMPUTER RESEARCH SERVICES	0.00	COMPUTER RESEARCH SERVICES FROM 4/1-6/30/10
		<b>23.16</b>	